



**HEALTH INFORMATION TECHNOLOGY EXCHANGE OF CONNECTICUT  
BOARD OF DIRECTORS REGULAR MEETING MINUTES**

**Tuesday, June 4, 2013**

**4:30 pm – 6:45 pm**

**Bureau of Enterprise Systems and Technology  
East Hartford, CT**

**BOARD MEMBERS PRESENT:** Mary Ann Harward (for Commissioner Mullen, Chairperson), Daniel Carmody (Secretary) (phone), Steve Casey (for Mark Raymond, Vice Chair/Treasurer), Commissioner Roderick Bremby, Ronald Buckman (phone), Demian Fontanella (representing Victoria Veltri), Brenda Kelley, Angela Mattie (phone), Mark Masselli (phone), Bettye Jo Pakulis (representing Lieutenant Governor Nancy Wyman), Steven Thornquist, Barbara Parks Wolf

**BOARD MEMBERS ABSENT:** Ellen Andrews, Kevin Carr, John Gadea

**HITE-CT & HIT Coordinator:** John DeStefano (Chief Technology Officer), Christine Kraus (Administrative Project Officer), Minakshi Tikoo (HIT Coordinator), Bruce Chudwick (Shipman & Goodwin), Kevin McEleney (Updike, Kelly & Spellacy)

**STATE AGENCY REPRESENTATIVES:** Vanessa Kapral (DPH), Dan Maloney (DPH)

**PUBLIC REPRESENTATIVES:** John D'Ambrosio (Cowdery, Ecker & Murphy)

**CALL TO ORDER**

S. Casey called the meeting to order at 4:40 PM.

**HITE-CT BOARD OF DIRECTORS MEETING MINUTES – May 7, 2013 Meeting Minutes**

**MOTION:** A motion was made and seconded by S. Thornquist and R. Bremby, respectively, to approve the minutes. All in favor. **Motion passed.**

**HITE-CT BOARD BUSINESS**

**Treasurer's Report**

C. Kraus provided the current financial status of HITE-CT.

For current status as of 5/31/13: total assets = \$430,212.94. HITE-CT's current liabilities are \$2,548,620.50 leaving a net loss of \$2,189,902.49. C. Kraus explained that the liabilities include unpaid Axway invoices totaling \$2,548,620.50. C. Kraus presented the cash flow document. Total expenses for May 2013 are \$40,945.19.

**MOTION:** A motion was made and seconded by B. Kelley and S. Thornquist, respectively, to approve the Treasurer's report. All in favor. **Motion passed.**

## **EXECUTIVE SESSION**

Pursuant to Conn. Gen. Stat. Section 1-200(6)(B) strategy and negotiations with respect to a pending claim with the Axway contract.

**MOTION:** At 4:45 p.m. a motion was made and seconded by S. Thornquist and R. Bremby, respectively, to move into Executive Session to discuss attorney-client privileged communications relating to the strategy and negotiations with respect to a pending claim with the Axway contract. B. Chudwick, K. McEleney, J. DeStefano, C. Kraus, M. Tikoo, V. Kapral, and D. Maloney were invited to attend.

Executive Session ended at 6:37 p.m.

**MOTION:** A motion was made and seconded by S. Thornquist and B. Kelley, respectively, to move "Other Business" as the next topic on the agenda. All in favor. **Motion passed.**

## **Other Business**

**MOTION:** A motion was made and seconded by S. Thornquist and B. Kelley, respectively, to have the Executive Committee provide active guidance to HITE-CT's legal counsel, Kevin McEleney, regarding Axway contract negotiations. R. Bremby is to be invited to join the Executive Committee on these discussions. The Committee would present specific recommendations to the Board at or before the July 2, 2013 Board meeting. All in favor. **Motion passed.**

## **HITE-CT Agency Business**

### **CTO REPORT**

J. DeStefano reported that Rhode Island Quality Institute (RIQI) will be launching the Southern New England Trust Community in about eight days. He will send the draft media announcement to the Board members.

### **Ethics Policy**

C. Kraus asked for feedback and approval of the draft Ethics Policy that she sent to the Board members. The policy will be posted on the OSE and HITE-CT websites. There were no questions or comments.

**MOTION:** A motion was made and seconded by B. Kelley and S. Thornquist, respectively, to approve the Ethics Policy. All in favor. **Motion passed.**

### **D&O Insurance**

C. Kraus reported that we have submitted an application for D&O Insurance and are working with our insurance broker to obtain another policy.

### **Summer Meeting Schedule**

C. Kraus will poll Board members via email on their availability for the July 2<sup>nd</sup> and August 6<sup>th</sup> meetings to ensure a quorum.

**PUBLIC COMMENT**

No public comment

**ADJOURNMENT**

**MOTION:** A motion was made and seconded by S. Casey and R. Bremby, respectively, to adjourn. All in favor. **Motion passed.** The meeting adjourned at 6:45 p.m.

***SCHEDULE OF MEETINGS***

*July 2, 2013*